

UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF INDIANA

In re HHG Distributing LLC Case No. 17-01304-11  
Debtors

MONTHLY OPERATING REPORT  
HHG Distributing LLC

INDEX TO CONDENSED FINANCIAL STATEMENTS AND SCHEDULES

CONDENSED FINANCIAL STATEMENTS	Page
Condensed Statement of Income	2
Condensed Balance Sheet	3
Condensed Statement of Cash Flows	4
 SCHEDULES	
Schedule 1 - Total Disbursements	5
Schedule 2 - Bank Reconciliations	6
Schedule 3 - Total Disbursements to Retained Professionals	7
Schedule 4 - Summary of Unpaid Post-Petition Debts	8
Schedule 5 - Schedule of Federal, State, and Local Taxes Collected, Received, Due or Withheld	9
Schedule 6 - Accounts Receivable Aging	10
Schedule 7 - Questionnaire	11

I declare under penalty of perjury (28 U.S.C. Section 1746) that this report and the documents attached are true and correct to the best of my knowledge and belief.

Signature of Debtor	Date
Signature of Joint Debtor	Date
Signature of Authorized Individual*	Date
Printed Name of Authorized Individual	Title of Authorized Individual

\* Authorized individual must be an officer, director, or shareholder if debtor is a corporation; a partner if debtor is a partnership; a manager or member if debtor is a limited liability company.

**HHG Distributing LLC**  
**DEBTORS AND DEBTORS IN POSSESSION**  
**Condensed Consolidated Statement of Income (unaudited)**

<i>(In Thousands)</i>	<b>For the Period of March 1, 2019 to March 31, 2019</b>
<b>Net Sales</b>	\$ -
<b>Cost of Goods Sold</b>	-
<b>Gross Profit</b>	-
Operating Expenses:	
Advertising Expense, Net	-
Occupancy Costs	-
Data Communications	-
Repair and Maintenance	-
Company Insurance (Non-Medical)	-
Employee Benefits	-
Wage Expense	-
Employee Services	-
Travel and Entertainment	-
Bank Transaction Fees	-
Professional Fees	-
Stock Compensation Expense (Benefit), Net	-
Gain/Loss on Early Extinguishment of Debt	-
Depreciation and Amortization	-
Administrative and Sales Expense	-
Product Services Expense	-
Bad Debts	-
<b>Total Operating Expenses</b>	-
<b>Operating Income</b>	-
Interest Expense, net	-
Other Income/(Expense)	-
<b>Income Before Taxes</b>	-
Income Tax Expense/(Benefit)	-
<b>Net Income</b>	\$ -

**HHG Distributing LLC**  
**DEBTORS AND DEBTORS IN POSSESSION**  
**Condensed Consolidated Balance Sheet (unaudited)**

<i>(In Thousands)</i>	<b>As of 3/31/2019</b>
<b>Assets</b>	
Cash	\$ -
Credit Card and Trade Accounts Receivable, Net	-
Accounts Receivable - Other	-
Merchandise Inventories	-
Prepaid Expenses and Other Assets	-
Income Taxes Receivable	-
<b>Total Current Assets</b>	<b>-</b>
Property and Equipment, Net	-
Capitalized Financing Fees, Net	-
Goodwill	-
Trademarks, Net	-
Other Assets, Net	-
<b>Total Assets</b>	<b>\$ -</b>
<b>Liabilities and Stockholders' Deficit</b>	
Accounts Payable	-
Outstanding Customer Deposits, Credits, Refunds	-
Unredeemed Gift Card Liability	-
Other Accrued Expenses	-
Deferred Tax Liability	-
DIP Loans	-
<b>Total Current Liabilities</b>	<b>\$ -</b>
Deferred Rent	-
LT Deferred Compensation	-
Other Long-term Liabilities	-
Liabilities Subject to Compromise	-
<b>Total Liabilities</b>	<b>\$ -</b>
Preferred Stock	-
Common Stock	-
Retained Earnings / (Accumulated Deficit)	-
Treasury Stock	-
Additional Paid-in Capital	-
<b>Total Stockholders' Deficit</b>	<b>\$ -</b>
<b>Total Liabilities and Stockholders' Deficit</b>	<b>\$ -</b>

**HHG Distributing LLC**  
**DEBTORS AND DEBTORS IN POSSESSION**  
**Condensed Consolidated Statement of Cash Flows (unaudited)**

<i>(In Thousands)</i>	For the Period of March 1, 2019 to March 31, 2019
<b>Cash flows from operating activities:</b>	
Net cash provided by (used in) operating activities	\$ -
<b>Cash flows from investing activities:</b>	
Purchases of property and equipment	-
Proceeds from sale of property and equipment	-
Other	-
Net cash used in investing activities	-
<b>Cash flows from financing activities:</b>	
Net Borrowings (Repayments) on Line of Credit	-
	-
Increase/(decrease) in cash and cash equivalents	-
Cash and cash equivalents at beginning of period	-
Cash and cash equivalents at end of period	\$ -

hhgregg, Inc.  
DEBTORS AND DEBTORS IN POSSESSION  
Quarterly Summary of Receipts (unaudited)

(In Thousands)

For the Calendar Quarter Ended 3/31/2019	
	Amounts
<b>Receipts from Preferences:</b>	
Gross Preference Recoveries	\$ -
Less: Expenses / Contingency Fee	\$ -
Net Preference Recoveries	\$ -
<b>Receipts from Other</b>	\$ -
Total Receipts	<u>\$ -</u>

**HHG Distributing LLC**  
**DEBTORS AND DEBTORS IN POSSESSION**  
**Total Disbursements by Filed Legal Entity (unaudited)**

*(In Thousands)*

**For the Period of March 1, 2019 to March 31, 2019**

<u>Legal Entity</u>	<u>Case Number</u>	<u>Disbursements</u>
HHG Distributing LLC	17-01304-11	\$ -

HHG Distributing LLC  
DEBTORS AND DEBTORS IN POSSESSION  
Bank Reconciliations (unaudited)

(In Thousands)

G/L Acct	Account Name	Bank Acct #	Debtor	Description	Bank Balance	Ledger Balance	As of Date	Reconciled
----------	--------------	-------------	--------	-------------	--------------	----------------	------------	------------

NOTE: No bank accounts are held by HHG Distributing LLC

**Gregg Appliances, Inc.**  
**DEBTORS AND DEBTORS IN POSSESSION**  
**Total Disbursements to Retained Professionals (unaudited)**

*(In Thousands)*

		<b>For the Period of March 1, 2019 to March 31, 2019</b>	
<b>Retained Professionals</b>		<b>Approved Amounts (1)</b>	<b>Disbursements</b>
MORGAN, LEWIS & BOCKIUS LLP	Legal Services	\$ 1,878	\$ -
STIFEL, NICOLAUS & COMPANY INC	Bankruptcy Services	\$ -	\$ -
BERKELEY RESEARCH GROUP LLC	Bankruptcy Services	\$ 2,423	\$ -
DONLIN, RECANO & COMPANY INC	Bankruptcy Services	\$ -	\$ -
ICE MILLER LLP	Legal Services	\$ 1,639	\$ -
BINGHAM GREENBAUM DOLL LLP	Bankruptcy Services	\$ 163	\$ -
MALFITANO PARTNERS	Bankruptcy Services	\$ 66	\$ -
COOLEY LLP	Bankruptcy Services	\$ 2,087	\$ -
PROVINCE, INC.	Bankruptcy Services	\$ 542	\$ -
DLA PIPER LLP US	Bankruptcy Services	\$ -	\$ -
FAEGRE BAKER DANIELS LLP	Bankruptcy Services	\$ -	\$ -
ASK LLP	Bankruptcy Services	\$ -	\$ -
GREAT AMERICAN GROUP	Bankruptcy Services	\$ -	\$ -
Total		<u>\$ 8,798</u>	<u>\$ -</u>

(1) Approved amounts represent the amount of fees and expenses that were approved by court order for payment by the Debtors to each professional from commencement of the case through January 2019.

HHG Distributing LLC  
DEBTORS AND DEBTORS IN POSSESSION  
Summary of Unpaid Post-Petition Debts (unaudited)  
As of 3/31/2019

(In Thousands)

HHG Distributing LLC (17-01304-11)

	Current	0-30	Number of Days Past Due			Total
			31-60	61-90	Over 90	
Accounts Payable	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Wages Payable	-	-	-	-	-	-
Taxes Payable	-	-	-	-	-	-
Rent/Leases-Building	-	-	-	-	-	-
Utilities Payable	-	-	-	-	-	-
Insurance Reserves	-	-	-	-	-	-
Secured Debt/Adequate Protection Payments	-	-	-	-	-	-
Professional Fees	-	-	-	-	-	-
Amounts Due to Insiders	-	-	-	-	-	-
Outstanding Customer Deposits, Credits, Refunds	-	-	-	-	-	-
Unredeemed Gift Card Liability	-	-	-	-	-	-
Deferred Rent	-	-	-	-	-	-
LT Deferred Compensation	-	-	-	-	-	-
Other	-	-	-	-	-	-
Total Post-Petition Debts	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -

**HHG Distributing LLC**  
**DEBTORS AND DEBTORS IN POSSESSION**  
**Schedule of Federal, State, & Local Taxes Collected, Received, Due or Withheld (unaudited)**

(In Thousands)

**For the Period of March 1, 2019 to March 31, 2019**

	Beginning Tax Liability	Amount Withheld or Accrued	Amount Paid	Date Paid	Check No. or EFT	Ending Tax Liability
<b>Federal</b>						
Withholding	\$ -	\$ -	\$ -			\$ -
FICA - Employee	\$ -	\$ -	\$ -			\$ -
FICA - Employer	\$ -	\$ -	\$ -			\$ -
Unemployment	\$ -	\$ -	\$ -			\$ -
Income	\$ -	\$ -	\$ -			\$ -
Total Federal Taxes	\$ -	\$ -	\$ -			\$ -
<b>State and Local</b>						
Withholding	\$ -	\$ -	\$ -			\$ -
Sales and Use	\$ -	\$ -	\$ -			\$ -
Excise	\$ -	\$ -	\$ -			\$ -
Unemployment	\$ -	\$ -	\$ -			\$ -
Real Property	\$ -	\$ -	\$ -			\$ -
Personal Property	\$ -	\$ -	\$ -			\$ -
Other	\$ -	\$ -	\$ -			\$ -
Total State and Local	\$ -	\$ -	\$ -			\$ -

HHG Distributing LLC  
DEBTORS AND DEBTORS IN POSSESSION  
Accounts Receivable Aging (unaudited)

(In Thousands)

As of March 31, 2019

Accounts Receivable Reconciliation

	Credit Card Receivables	Trade Accounts Receivable	Total Credit Card and Trade Accounts Receivable
Total Accounts Receivable at the beginning of the reporting period	\$ -	-	\$ -
+ Amounts billed during the period	-	-	-
- Amounts collected during the period	-	-	-
- Other Adjustments (Writeoffs/Credit Memos/Adjustments/Chargebacks/Signifyd Funding)	-	-	-
Total Accounts Receivable at the end of the reporting period	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

As of March 31, 2019

Accounts Receivable Aging

< 90	\$ -	\$ -	\$ -
91+	-	-	-
Total Accounts Receivable	-	-	-
Amount Considered Uncollectible	-	-	-
Accounts Receivable, Net	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

NOTES

**HHG Distributing LLC**  
**DEBTORS AND DEBTORS IN POSSESSION**  
**Questionnaire**

				Yes	No
1. Have any assets been sold or transferred outside the normal course of business this reporting period? If yes, provide an explanation below.					X
2. Have any funds been disbursed from any account other than a debtor in possession account this reporting period? If yes, provide an explanation below.					X
3. Have all post-petition tax returns been filed timely? If no, provide an explanation below.				X	
4. Are workers compensation, general liability, and other necessary insurance coverages in effect? If no, provide an explanation below.				X	
5. Has any bank account been opened during the reporting period? If yes, provide documentation identifying the opened account(s). If an investment has been opened provide the required documentation pursuant to the Delaware Local Rule 4001-3.					X
Account Name	Purpose	Business	Acct Number	Bank Name	Date